IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

In re:) Chapter	11	
W.R. Grace & Co., <u>et</u> <u>al.</u> ,	•	. 01-01139 (JKF) Administered)	
Debtors.	 Objection Deadline: June 3, 2014 at 4:00 p.m. EST Hearing Date: October 12, 2014 at 10:00 a.m. EST 		
P.S. FOR COMPENSATION FOR AND REIMBURSEMEN FROM DECEMBER 15	R FINAL AL NT OF EXPE	N OF THE SCOTT LAW GROUP, LOWANCE OF COMPENSATION ENSES FOR THE PERIOD OUGH FEBRUARY 3, 2014	
Name of Applicant:		The Scott Law Group, P.S.	
Authorized to Provide Professional S	Services to:	Zonolite Attic Insulation Claimants	
Date of Appointment:		July 22, 2002 [§]	
Period for which compensation and Reimbursement is sought:		Dec. 15, 2004 through Feb. 3, 2014	
Amount of Compensation sought as Reasonable, and necessary:	actual,	<u>\$ 178,155.00</u>	
Amount of Expenses Reimbursemen	t:	\$ 12,587.60	
This is a: monthly quart	terly <u>X</u> fir	nal application	

¹ Darrell W. Scott was formerly with the law firm of Lukins & Annis P.S. This Final Fee Application only provides information as to the amounts paid to The Scott Law Group, P.S.

PRIOR FEE APPLICATIONS

Date Filed/ D.I. No.	Period Covered	Requested Fees and Expenses	Date Approved/ D.I. No.	Approved Amount
2/14/05 D.I. No. 7774	12/15/04 - 2/31/04	\$314.50 (fees) \$0.00 (exp.)	5/3/2005 (CNO) D.I. No. 8330	\$251.60 (fees) \$0.00 (exp.)
2/15/04 D.I. No. 7780	10/1/04 - 10/31/04	\$47,885.50 (fees) \$2,545.26 (exp)	6/29/05 Order ² D.I. No. 8728	\$47,885.50 (fees) \$2,545.26 (exp)
5/03/05 D.I. No. 8344	2/1/05 - 2/28/05	\$463.00 (fees) \$0.00 (exp.)	6/28/05 (CNO) D.I. 8706	\$370.40 (fees) \$0.00 (exp.)
8/19/05 D.I. No. 9221	1/1/05 - 3/31/05	\$463.00 (fees) \$0.00 (exp.)	9/27/05 Order D.I. No. 9513	20% Holdback
8/29/05 D.I. No. 9275	4/1/05 - 4/30/05	\$1,257.00 (fees) \$0.00 (exp.)	9/26/05 (CNO) D.I. 9507	\$1,005.60 (fees) \$0.00 (exp.)
8/29/05 D.I. No. 9279	5/1/05 - 5/31/05	\$562.00 (fees) \$0.00 (exp.)	9/26/05 (CNO) D.I. No. 9508	\$449.60 (fees) \$0.00 (exp.)
8/29/05 D.I. No. 9280	6/1/05 - 6/30/05	\$2,810.00 (fees) \$0.00 (exp.)	9/26/05 (CNO) D.I. No. 9509	\$2,248.00 (fees) \$0.00 (exp.)
8/29/05 D.I. No. 9281	7/1/05 — 7/31/05	\$7,791.50 (fees) \$0.00 (exp.)	11/14/05 (CNO) D.I. No. 11054	\$6,232.80 (fees) \$0.00 (exp.)
9/27/05 D.I. No. 9520	4/1/05 - 6/30/05	\$4,629.00 (fees) \$0.00 (exp)	No Order Entered	-
11/21/05 D.I. No. 11123	8/1/05 — 8/31/05	\$7,217.50 (fees) \$1,729.71 (exp.)	12/29/05 (CNO) D.I. No. 11458	\$5,774.00 (fees) \$1,729.71 (exp.)
11/21/05 D.I. No. 11124	9/1/05 — 9/30/05	\$983.50 (fees) \$0.00 (exp.)	12/29/05 (CNO) D.I. No. 11459	\$786.96 (fees) \$0.00 (exp.)
11/21/05 D.I. No. 11125	7/1/05 — 9/30/05	\$15,992.50 (fees) \$1,729.71 (exp)	3/17/06 Order D.I. No. 12085	20% Holdback
2/2/06 D.I. No. 11698	10/1/05 — 10/31/05	\$10,012.00 (fees) \$1,365.27 (exp.)	3/2/06 (CNO) D.I. No. 11922	\$8,009.60 (fees) \$1,365.27 (exp.)
2/2/06 D.I. No. 11699	11/1/05 — 11/30/05	\$9,041.00 (fees) \$0.00 (exp.)	3/2/06 (CNO) D.I. No. 11923	\$7,232.80 (fees) \$0.00 (exp.)
2/2/06 D.I. No. 11700	12/1/05 — 12/31/05	\$4,682.00 (fees) \$0.00 (exp.)	3/2/06 (CNO) D.I. No. 11924	\$3,745.60 (fees) \$0.00 (exp.)
3/8/06	10/1/05 – 12/31/05	\$23,735.00 (fees) \$1,365.27 (exp)	6/16/06 Order D.I. 12660	20% Holdback
4/6/06 D.I. No. 12210	1/1/06 — 1/31/06	\$5,204.00 (fees) \$0.00 (exp.)	5/1/06 (CNO) D.I. No. 12348	\$4,163.20 (fees) \$0.00 (exp.)

² The Quarterly application was filed on behalf of Lukins & Annis, P.S. and The Scoot Law Group, P.S. All of the requested fees and expenses were granted per the Order to Lukins & Annis, P.S.

Date Filed/ D.I. No.	Period Covered	Requested Fees and Expenses	Date Approved/ D.I. No.	Approved Amount
4/6/06 D.I. No. 12211	2/1/06 – 2/28/06	\$2,683.50 (fees) \$0.00 (exp.)	5/1/06 (CNO) D.I. No. 12349	\$2,146.80 (fees) \$0.00 (exp.)
5/19/06 D.I. No. 12462	3/1/06 - 3/31/06	\$1,351.50 (fees) \$0.00 (exp.)	6/12/06 (CNO) D.I. No. 12629	\$1,081.20 (fees) \$0.00 (exp.)
6/22/06 D.I. No. 12705	1/1/06 – 3/31/06	\$9,239.00 (fees) \$0.00 (exp)	9/26/06 Order D.I. No. 13298	20% Holdback
11/6/06 D.I. No. 13574	4/1/06 – 4/30/06	\$2,511.00 (fees) \$0.00 (exp.)	11/30/06 (CNO) D.I. No. 12864	\$2,008.80 (fees) \$0.00 (exp.)
11/3/06 D.I. No. 13562	5/1/06 - 5/31/06	\$6,108.00 (fees) \$0.00 (exp.)	11/30/06 (CNO) D.I. No. 12865	\$4,886.40 (fees) \$0.00 (exp.)
11/3/06 D.I. No. 13563	6/1/06 - 6/30/06	\$8,512.50 (fees) \$0.00 (exp)	11/30/06 (CNO) D.I. No. 12866	\$6,810.00 (fees) \$0.00 (exp.)
11/7/06 D.I. No. 13596	4/1/06 — 6/30/06	\$17,131.50 (fees) \$0.00 (exp)	12/19/06 Order D.I. No. 14069	20% Holdback
11/7/06 D.I. No. 13592	7/1/06 – 7/31/06	\$6,406.00 (fees) \$0.00 (exp.)	2/28/07 (CNO) D.I. No. 14697	\$5,124.80 (fees) \$0.00 (exp.)
11/7/06 D.I. No. 13593	8/1/06 — 8/31/06	\$8,275.00 (fees) \$0.00 (exp.)	2/28/07 (CNO) D.I. No. 14698	\$6,620.00 (fees) \$0.00 (exp.)
11/7/06 D.I. No. 13594	9/1/06 – 9/30/06	\$4,258.00 (fees) \$0.00 (exp.)	2/28/07 (CNO) D.I. No. 14699	\$3,406.40 (fees) \$0.00 (exp.)
12/20/06 D.I. No. 14091	7/1/06 — 9/30/06	\$18,939.00 (fees) \$0.00 (exp)	3/30/07 Order D.I. No. 15044	20% Holdback
2/7/07 D.I. No. 14507	10/1/06 - 10/31/06	\$2,302.50 (fees) \$0.00 (exp.)	2/28/07 (CNO) D.I. No. 14700	\$1842.00 (fees) \$0.00 (exp.)
2/7/07 D.I. No. 14508	11/1/06 – 11/30/06	\$507.00 (fees) \$0.00 (exp.)	2/28/07 (CNO) D.I. No. 14701	\$405.60 (fees) \$0.00 (exp.)
2/7/07 D.I. No. 14509	12/1/06 - 12/31/06	\$8,766.50 (fees) \$20.00(exp.)	2/28/07 (CNO) D.I. No. 14702	\$7,013.20 (fees) \$20.00(exp.)
5/23/07 D.I. No. 15791	1/1/07 – 1/31/07	\$27,935.00 (fees) \$23.77 (exp.)	No CNO Filed	-
5/23/07 D.I. No. 15792	2/1/07 - 2/28/07	\$2,590.00 (fees) \$167.63 (exp.)	No CNO Filed	i.e.
5/23/07 D.I. No. 15793	3/1/07 - 3/31/07	\$11,162.00 (fees) \$1,787.27 (exp.)	No CNO Filed	-
5/25/07 D.I. 15819	10/1/06 - 12/31/06	\$11,576.00 (fees) \$20.00 (exp)	6/20/07 Order D.I. No. 16105	20% Holdback
5/25/07 D.I. No. 15820	1/1/07 - 3/31/07	\$41,687.00 (fees) \$1,978.67 (exp)	9/25/07 Order D.I. No. 16916	\$41,687.00 (fees) \$1,978.67 (exp)

Date Filed/ D.I. No.	Period Covered	Requested Fees and Expenses	Date Approved/ D.I. No.	Approved Amount
10/3/07 D.I. No. 16995	4/1/07 – 4/30/07	\$2,376.00 (fees) \$0.00 (exp.)	No CNO Filed	**
10/3/07 D.I. No. 16997	5/1/07 - 5/31/07	\$7,396.00 (fees) \$1,146.43 (exp.)	No CNO Filed	×-
10/3/07 D.I. No. 16998	6/1/07 - 6/30/07	\$6,688.00 (fees) \$2,407.33 (exp.)	No CNO Filed	-
10/10/07 D.I. No. 17033	4-1-07 - 6-30-07	\$16,460.00 (fees) \$3,553.76 (exp)	12/13/07 Order D.I. No. 17629	\$16,460.00 (fees) \$3,553.76 (exp)
1/14/08 D.I. No. 17831	7/1/07 — 7/31/07	\$264.00 (fees) \$0.00 (exp.)	No CNO Filed	-
1/14/08 D.I. No. 17832	8/1/07 — 8/31/07	\$776.00 (fees) \$0.00 (exp.)	No CNO Filed	
1/14/08 D.I. No. 17833	9/1/07 — 9/30/07	\$51.00 (fees) \$0.00 (exp.)	No CNO Filed	-
2/5/08 D.I. No. 17972	7/1/07 – 9/30/07	\$1,091.00 (fees) \$0.00 (exp)	No Order Entered	32-
2/21/08 D.I. No. 18093	10/1/07 – 10/31/07	\$325.00 (fees) \$0.00 (exp.)	No CNO Filed	-
2/21/08 D.I. No. 18094	11/1/07 – 11/30/07	\$480.00 (fees) \$0.00 (exp.)	No CNO Filed	8-
3/5/08 D.I. No. 18214	10/1/07 - 12/31/07	\$805.00 (fees) \$0.00 (exp)	No Order Entered	-
6/17/08 D.I. No. 18940	1/1/08 — 1/31/08	\$230.00 (fees) \$0.00 (exp.)	No CNO Filed	-
6/17/08 D.I. No. 18941	2/1/08 - 2/29/08	\$8,630.00 (fees) \$1,450.55 (exp.)	No CNO Filed	.
8/20/08 D.I. No. 19342	1/1/08 – 3/31/08	\$8,860.00 (fees) \$1,450.55 (exp)	No Order Entered	-
10/17/08 D.I. No. 19794	4/1/08 - 4/30/08	\$4,830.00 (fees) 2,489.64 (exp.)	No CNO Filed	-
10/17/08 D.I. No. 19797	5/1/08 - 5/31/08	\$312.50 (fees) \$0.00 (exp.)	No CNO Filed	8=
10/17/08 D.I. No. 19799	6/1/08 - 6/30/08	\$2,090.00 (fees) \$0.00 (exp.)	No CNO Filed	:=

The Scott Group attorneys who rendered professional services in these cases during the Fee Period are:

	ТО	TALS			273.60	\$94,745.00
				\$460.00	53.00	\$15,492.50
				\$440.00	121.30	\$44,396.00
				\$425.00	28.70	\$12,197.50
Darrell W. Scott	Partner	15	Litigation	\$415.00	70.60	\$22,659.00
	applicant	attorney		Rate	hours	
Professional Person	with the	years as an	Department	Billing	billed	compensation
Name of	Position	Number of		Hourly	Total	Total

ATTORNEY GRAND TOTAL: \$94,745.00 Fees 273.60 Hours

The paraprofessionals who rendered professional service in these cases during the Fee Period are:

Name of	Position with	Number		Hourly	Total	Total
Professional Person	the applicant	of years in	Department	Billing	billed	compensation
		position	(A)	Rate	hours	
Kristy L. Bergland	Paralegal	30	Litigation	\$165.00	73.50	\$12,127.50
	3.5		=2	\$170.00	126.60	\$21,522.00
					200.10	\$33,649.50
Samantha Simatos	Legal Asst.	15	Litigation	\$95.00	13.30	\$1,263.50
			E552	\$105.00	22.20	\$2,331.00
				\$120.00	22.30	\$2,676.00
				\$125.00	_4.80	\$600.00
					62.60	\$6,870.50
Bets Rutherford	Legal Asst.	9	Litigation	\$80.00	2.90	\$232.00
	10007		.00900	\$90.00	27.00	\$2,430.00
					29.90	\$2,662.00
Gabriel Scott	Research Asst.	5	Litigation	\$60.00	277.20	\$16,632.00
Rachel Rodriguez	Research Asst.	10	Litigation	\$60.00	363.80	\$21,828.00
			7000 A	\$85.00	20.80	\$1,768.00
					384.60	\$23,596.00
	TOT	ALS			954.40	\$83,410.00

PARAPROFESSIONAL GRAND TOTAL: \$83,410.00 Fees 954.40 Hours

Compensation by Project Category

Category	Total Hours	Total Fees
20-Travel-Non-working	108.30 Hours	\$23,896.00
22-ZAI Science Trial	1,119.70 Hours	\$154,259.00
TOTALS	1,228.00 Hours	\$178,155.00

ZAI Science Trial Expenses (Category 23)

Description	Amount
Computer Assisted Legal Research	\$159.61
Telephone Expense	\$160.00
Telephone Expense – Outside	\$120.00
Lodging	\$2,642.76
Transportation	\$6.10
Air Travel Expense	\$8,532.70
Taxi Expense	\$400.00
Travel Meals	\$381.29
Parking	\$161.25
Other (Explain): Internet Access	\$23.89
Total:	\$ 12,587.60

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W.R. Grace & Co., <u>et</u> <u>al.</u> ,) Case No. 01-01139 (JKF) (Jointly Administered)
Debtors.) Objection Deadline: June 3, 2014 at 4:00 p.m. EST Hearing Date: October 12, 2014 at 10:00 a.m. EST

FINAL FEE APPLICATION OF THE SCOTT LAW GROUP, P.S. FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES AS ZAI ADDITIONAL SPECIAL COUNSEL FOR THE PERIOD FROM DECEMBER 15, 2004 THROUGH FEBRUARY 3, 2014

Pursuant to Sections 327, 330 and 331 of Title 11 of the United States Code (as amended, the "Bankruptcy Code"), Fed. R. Bankr. P. 2016, the Appointment Order (as defined below), the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April 17, 2002 (the "Amended Administrative Order"), amending the Court's 'Administrative Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Allowance and Payment of Monthly Interim Compensation and Reimbursement of Expenses of Professionals', entered May 3, 2001, Darrell W. Scott, of the law firm The Scott Law Group, P.S. ("SLG"), ZAI Additional Special Counsel, hereby files this Final Application of The Scott Law Group, P.S. for Compensation and for Reimbursement of Expenses for Dec. 15, 2004 through February 3, 2014 (the "Final Fee Application").

By this Final Fee Application, SLG seeks the final allowance of compensation in the amount of \$178,155.00 in fees and \$12,587.60 in expenses, or one hundred percent (100%) of all compensation and expense reimbursement requested, for the period

December 15, 2004 through February 3, 2014. In support of this Final Fee Application, SLG respectfully represents as follows:

Background

Retention.

- 1. On April 2, 2001 (The "Petition Date"), the Debtors each filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (collectively, the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors have continued to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.
- 2. By this Court's order effective as of July 22, 2002, Darrell W. Scott, formerly associated with Lukins & Annis, P.S. ("L&A") and now with The Scott Group, P.S. ("SLG"), was appointed as ZAI Additional Special Counsel to prosecute the ZAI "Science Trial" issues on behalf of the ZAI Claimants' position against Debtors' position (the "Appointment Order"). The Appointment Order authorizes a total budget for ZAI Counsel of \$1.5 million in fees and \$500,000 in expenses for prosecuting the Science Trial, against which L&A, may be compensated for legal services at its hourly rates as specified to the Court, and for actual and necessary out-of-pocket expenses incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and all

applicable local rules and orders of this Court¹. On May 3, 2001, this Court entered the Interim Compensation Order and entered the Amended Interim Compensation Order on April 17, 2002. On July 28, 2003, the Court entered an Order authorizing an additional budget of \$950,000.00 per side for additional attorney fees and expenses.

Monthly Fee Applications Covered Herein

- 3. Prior to the filing of this Final Fee Application, SLG filed 39 monthly fee applications. SLG is requesting final approval of all of its monthly fee applications pursuant to this Final Fee Application
- 4. The monthly fee applications covered by this Final Fee Application contain detailed daily time logs describing the actual and necessary services provided by SLG during the Fee Period as well as other detailed information required to be included in fee applications.

Requested Relief

5. By this Final Fee Application, SLG requests that the Court approve the final allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by SLG from December 15, 2004 through February 3, 2014. As stated above, the full scope of services provided and the related expenses incurred are fully described in the monthly fee applications for the Fee Period that already have been filed with the Court.

¹ The rates billed by Scott Group are within the range of rates previously identified to the Court, which were the current hourly rates at that time. Scott Group lawyers and professionals are being billed at rates commensurate with their experience and in the same range as other firms are billing in this bankruptcy.

Disinterestedness

- With the exception of its representation of asbestos claimants, SLG does not hold or represent any interest adverse to the estates as stated in the Affidavit of Darrell
 W. Scott in Support of the Application of the Asbestos Property Damage
 Committee to Retain Special Counsel, filed June 7, 2002.
- 11. In addition, SLG may have in the past represented, may currently represent, and likely in the future will represent parties-in-interest in connection with matters unrelated to the Debtors and the Chapter 11 Cases.

Representations

- 12. SLG believes that the Application is in compliance with the requirements of Del.Bankr.LR 2016-2.
- SLG performed the services for which they are seeking compensation under its
 Court Appointment effective as of July 22, 2002.
- 14. During the Fee Period, SLG has received no payment, nor have they received any promises for payment, from any other source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases.
- 15. Pursuant to Fed. R. Bank. P. 2016(b), SLG has not shared, nor have they agreed to share: (a) any compensation they have received or may receive with another party or person other than with the partners, counsel and associates of SLG; or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

16. Although every effort has been made to include all fees and expenses from the Fee Period in the Application, some fees and expenses from the Fee Period might not be included in the Application due to accounting and processing delays.

WHEREFORE, SLG respectfully requests that the Court enter an order providing:

(a) that for the Fee Period of December 15, 2004 through February 3, 2014, a final allowance be made to SLG in the sum of \$178,155.00 as compensation for reasonable and necessary professional services rendered and in the sum of \$12,587.60 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$190,742.60; and for such other and further relief as this Court deems proper.

Date: May 5, 2014 Wilmington, DE SULLIVAN · HAZELTINE · ALLINSON LLC

/s/ William D. Sullivan

William D. Sullivan (No. 2820) 901 North Market Street, Suite 1300 Wilmington, DE 19801 Tel: (302) 428-8191

Fax: (302) 428-8195

-and-

Darrell W. Scott, Esq. The Scott Law Group, P.S. 926 W. Sprague Avenue, Suite 680 Spokane, WA 99201 Phone: (509) 455-3966

FAX: (509) 455-3906

Additional Special Counsel For ZAI Claimants

VERIFICATION

STATE OF WASHINGTON	
	,
COUNTY OF SPOKANE	,

Darrell W. Scott, after being duly sworn according to law, deposes and says:

- a) I am an attorney with the applicant law firm The Scott Law Group, P.S., and have been admitted to appear before this Court.
- b) I have personally performed many of the legal services rendered by The Scott Law Group, P.S. and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the lawyers and paraprofessionals of The Scott Law Group, P.S.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del.Bankr.LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April 17, 2002, and submit that the Application substantially complies with such Rule and Order.

Darrell W. Scott, Esq.

SWORN AND SUBSCRIBED Before me this 5th day of May, 20

Notary Public for Washington

Residing at Spokane

My Commission Expires: 9-10-2014